



# ACF INDUSTRIES

INCORPORATED

750 THIRD AVENUE, NEW YORK, N. Y. 10017, (212) 986-8600, CABLE ADDRESS: ACFUSA

JAN 16 1978

Date                       
cc                     

8-0164041

January 11, 1978

RECORDATION NO. 9100-A  
FILED & RECORDED

JAN 16 1978 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

Secretary IC Washington, D. C.  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Sir:

We enclose herewith for filing with the Commission pursuant to Section 20c of the Interstate Commerce Act and the regulations thereunder eight original counterparts of the Supplemental Equipment Trust Agreement dated as of January 1, 1978 between the following parties:

- (a) Trustee-Lessor: Bankers Trust Company  
One Bankers Trust Plaza  
New York, N.Y. 10006
- (b) Lessee: ACF Industries, Incorporated  
750 Third Avenue  
New York, N.Y. 10017

The enclosed document supplements the Equipment Trust Agreement dated as of October 1, 1977 between Bankers Trust Company, Trustee-Lessor, and ACF Industries, Incorporated, Lessee, which was filed and recorded in your office at 2:25 P.M. on November 23, 1977 *under* *Recordation No. 9100.*

Schedule I to the enclosed document supersedes in its entirety the corresponding Schedule I to said Equipment Trust Agreement as originally filed. The equipment covered by the enclosed document is described as follows:

*Please return Counterparts 2 through 7 and keep No. 8 for your file.*

CERTIFICATION UNIT

JAN 16 9 54 AM '78

RECEIVED

*Carroll G. Harrison*

<u>Quantity</u>	<u>A.A.R. Car Type Code</u>	<u>Initialled ACFX and Numbered</u>
29	L151	775000-775028* x
25	L151	775030-775054* x
13	L751	44658-44670 *
46	L353	49262-49307 x
21	L753	<u>49308-49328</u> *
4	L554	57753-57756 *
16	L254	57946-57961 *
6	L554	57962-57967 x
12	L254	57971-57982 x
20	L454	57983-58002 *
47	L254	58003-58049 x
10	L654	58050-58059 x
87	L254	58066-58152 x
2	L654	58169-58170 x
96	L254	58178-58273 x
20	L154	58274-58293 x
3	L254	58294-58296 x
4	L254	<u>58342-58345</u> *
4	T105	77895-77898 x
6	T105	78019-78024 x
10	T104	78025-78034 x

\*These 54 cars are initialled ICG rather than ACFX.

<u>Quantity</u>	<u>A.A.R. Car Type Code</u>	<u>Initialled ACFX and Numbered</u>
5	T105	78035-78039
25	T104	78050-78074
5	T103	78075-78079
5	T105	78085-78089
2	T104	78105-78106
34	T104	78117-78150
13	T104	78152-78164
7	T105	78165-78171
52	T104	78172-78223
1	T106	78224
25	T105	78225-78249
35	T104	78250-78284
12	T103	78285-78296
16	T105	78297-78312
16	T106	78314-78329
7	T104	78330-78336
30	T107	78340-78369
15	T105	78370-78384
28	T106	78385-78412
6	T055	78435-78440
14	T106	78489-78502
3	T107	<u>78503-78505</u> X
39	T564	<u>86331-86369</u>
10	L254	<u>96878-96887</u> X
35	L254	97059-97093 X

<u>Quantity</u>	<u>A.A.R. Car Type Code</u>	<u>Initialled ACFX and Numbered</u>
50	L254	97177-97226 <
115	L254	97235-97349
1	L654	97353
10	L254	97354-97363
2	L254	97366-97367
5	L754	97368-97372
133	L254	97373-97505
2	L754	97506-97507
100	L254	97508-97607
1	L654	97608
4	L654	97642-97645
27	L254	97709-97735
10	L654	97736-97745
40	L254	97746-97785 <

#### RECAPITULATION

Total Covered Hopper Cars	1,006
Total Tank Cars	415
Total Number of Cars	<u>1,421</u>

We also enclose our check drawn to the order of the Commission in the sum of \$10.00 in payment of the recordation fee in this connection.

We request that six copies of the enclosed Supplement, including the one marked "ACF Copy", bearing the Commission's recordation data, be returned to the bearer.

Sincerely,



R. W. Montgomery  
Assistant Secretary

rwm:ma  
atts.

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

1/16/78

OFFICE OF THE SECRETARY


R.W. Montgomery  
Assistant Secretary  
ACF, Industries, Incorp.  
750 Third Avenue  
New York, N.Y. 10017

Dear

Sir:

The enclosed document(s) was recorded pursuant to the  
provisions of Section 20(c) of the Interstate Commerce Act,  
49 U.S.C. 20(c), on 1/16/78 at 10:05am  
and assigned recordation number(s)

9100-A  
Sincerely yours,

  
H.G. Homme, Jr.  
Acting Secretary

Enclosure(s)

SE-30-T  
(6/77)

RECORDING NO. 9100-A  
Filed & Recorded

JAN 16 1978 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

EXECUTED IN 10 COUNTERPARTS OF  
WHICH THIS IS COUNTERPART No. 8

SUPPLEMENT dated as of January 1, 1978,  
between BANKERS TRUST COMPANY, a New York corpo-  
ration (hereinafter called the Trustee), and  
ACF INDUSTRIES, INCORPORATED, a New Jersey  
corporation (hereinafter called the Company).

WHEREAS the Trustee and the Company have entered into  
an Equipment Trust Agreement dated as of October 1, 1977 (here-  
inafter called the Trust Agreement), which was filed and recorded  
with the Interstate Commerce Commission pursuant to Section 20c  
of the Interstate Commerce Act on November 23, 1977, and assigned  
recordation number 9100; and

WHEREAS the parties hereto desire to supplement and  
amend the Trust Agreement by deleting from Schedule I thereto  
certain units of Equipment described therein and to set forth  
other Equipment in addition to the Equipment therein described.

NOW, THEREFORE, in consideration of the mutual agree-  
ments herein contained, the parties hereto agree as follows:

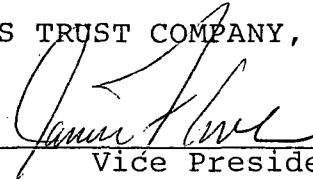
1. Schedule I to the Trust Agreement is hereby amended  
so as to include only the Equipment described in Schedule I hereto.
2. Except as amended hereby, the Trust Agreement shall  
remain unaltered and in full force and effect.

3. The Company will promptly cause this Supplement to be filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act.

IN WITNESS WHEREOF, the parties hereto have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

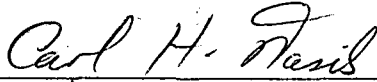
BANKERS TRUST COMPANY,

by

  
Vice President

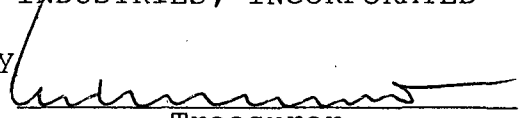
[Corporate Seal]

Attest:

  
Assistant Secretary

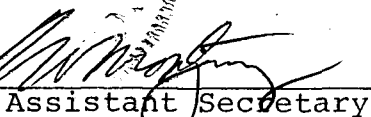
ACF INDUSTRIES, INCORPORATED

by

  
Treasurer

[Corporate Seal]

Attest:

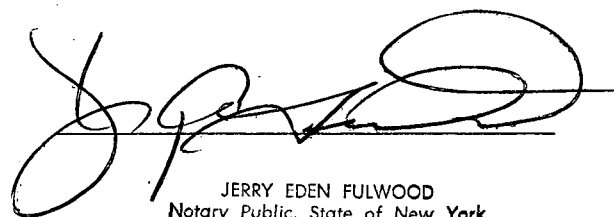
  
Assistant Secretary



STATE OF NEW YORK, )  
 ) ss.:  
COUNTY OF NEW YORK, )

On this 13<sup>th</sup> day of January, 1978, before me personally appeared JAMES F. CONLAN, to me personally known, who, being by me duly sworn, says that he is a Vice President of BANKERS TRUST COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

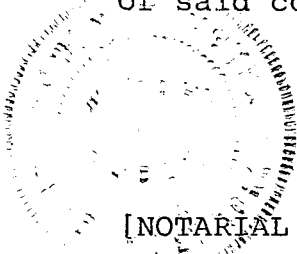
[NOTARIAL SEAL]



JERRY EDEN FULWOOD  
Notary Public, State of New York  
No. 4524629  
Qualified in New York County  
Certificate filed in New York County  
Commission Expires March 30, 1978

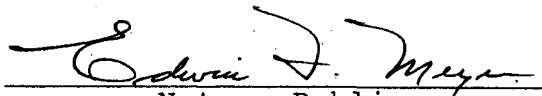
STATE OF NEW YORK, )  
 ) ss.:  
COUNTY OF NEW YORK )

On this 11<sup>th</sup> day of January 1978, before me  
personally appeared **W. C. ANDERSON**  
to me personally known, who, being by me duly sworn, says  
that he is Treasurer of ACF INDUSTRIES, INCORPORATED, that  
one of the seals affixed to the foregoing instrument is the  
corporate seal of said corporation, that said instrument was  
signed and sealed on behalf of said corporation by authority  
of its Board of Directors, and he acknowledged that the exe-  
cution of the foregoing instrument was the free act and deed  
of said corporation.



[NOTARIAL SEAL]

My Commission expires:

  
Notary Public

EDWIN F. MEYER  
NOTARY PUBLIC, State of New York  
No. 30-7917803  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires March 30, 1978

SCHEDULE I  
DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Car Type Code</u>	<u>Initialled ACFX and Numbered</u>
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